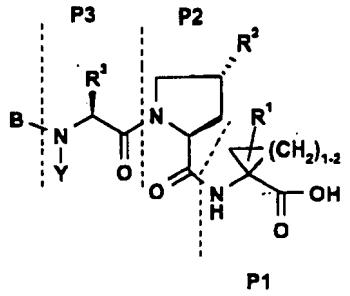

(I)

wherein **B** is H, a C_6 or C_{10} aryl, C_{7-16} aralkyl; Het or (lower alkyl)-Het, all of which optionally substituted with C_{1-6} alkyl; C_{1-6} alkoxy; C_{1-6} alkanoyl; hydroxy; hydroxyalkyl; halo; haloalkyl; nitro; cyano; cyanoalkyl; amino optionally substituted with C_{1-6} alkyl; amido; or (lower alkyl)amide;

or **B** is an acyl derivative of formula R_4-C(O)-; a carboxyl derivative of formula R_4-O-C(O)-; an amide derivative of formula R_4-N(R_5)-C(O)-; a thioamide derivative of formula R_4-N(R_5)-C(S)-;or a sulfonyl derivative of formula R_4-SO_2 wherein

R_4 is (i) C_{1-10} alkyl optionally substituted with carboxyl, C_{1-6} alkanoyl, hydroxy, C_{1-6} alkoxy, amino optionally mono- or di-substituted with C_{1-6} alkyl, amido, or (lower alkyl) amide;

(ii) C_{3-7} cycloalkyl, C_{3-7} cycloalkoxy, or C_{4-10} alkylcycloalkyl, all optionally substituted with hydroxy, carboxyl, (C_{1-6} alkoxy)carbonyl, amino optionally mono- or di-substituted with C_{1-6} alkyl, amido, or (lower alkyl) amide;

(iii) amino optionally mono- or di-substituted with C_{1-6} alkyl; amido; or (lower alkyl)amide;

(iv) C_6 or C_{10} aryl or C_{7-16} aralkyl, all optionally substituted with C_{1-6} alkyl, hydroxy, amido, (lower alkyl)amide, or amino optionally mono- or di-substituted with C_{1-6} alkyl; or

(v) Het or (lower alkyl)-Het, both optionally substituted with C_{1-6} alkyl, hydroxy, amido, (lower alkyl) amide, or amino optionally mono- or di-substituted with C_{1-6} alkyl;

R_5 is H or C_{1-6} alkyl; with the proviso that when **B** is a carboxyl derivative, an amide derivative or a thioamide derivative, R_4 is not a cycloalkoxy;

Y is H or C_{1-6} alkyl;

R^3 is C_{1-8} alkyl, C_{3-7} cycloalkyl, or C_{4-10} alkylcycloalkyl, all optionally substituted with hydroxy, C_{1-6} alkoxy, C_{1-6} thioalkyl, amido, (lower alkyl)amido, C_6 or C_{10} aryl, or C_{7-16}

aralkyl;

R^2 is CH_2-R_{20}, NH-R_{20}, O-R_{20} or S-R_{20}, wherein R_{20} is pyridinyl, quinolyl, (lower alkyl)-pyridinyl or (lower alkyl)-quinolyl, each optionally mono-, di- or tri-substituted with R_{21},

wherein each R_{21} is independently C_{1-6} alkyl; C_{1-6} alkoxy; lower thioalkyl; sulfonyl; NO_2; OH; SH; halo; haloalkyl; amino optionally mono- or di-substituted with C_{1-6} alkyl, C_6 or C_{10} aryl, C_{7-14} aralkyl, Het or (lower alkyl)-Het; amido optionally mono-substituted with C_{1-6} alkyl, C_6 or C_{10} aryl, C_{7-14} aralkyl, Het or (lower alkyl)-Het; carboxyl; carboxy(lower alkyl); C_6 or C_{10} aryl, C_{7-14} aralkyl or Het, said aryl, aralkyl or Het being optionally substituted with R_{22};

wherein R_{22} is C_{1-6} alkyl; C_{3-7} cycloalkyl; C_{1-6} alkoxy; amino optionally mono- or di-substituted with C_{1-6} alkyl; sulfonyl; (lower alkyl)sulfonyl; NO_2; OH; SH; halo; haloalkyl; carboxyl; amide; (lower alkyl)amide; or Het optionally substituted with C_{1-6} alkyl;

R^1 is H; C_{1-6} alkyl, C_{3-7} cycloalkyl, C_{2-6} alkenyl, or C_{2-6} alkynyl, all optionally substituted with halogen;

or a pharmaceutically acceptable salt or ester thereof;

wherein "Het" is defined as a five-membered saturated or unsaturated, aromatic or non-aromatic, heterocycle containing from one to four heteroatoms selected from nitrogen, oxygen and sulfur, wherein said heterocycle is optionally fused to a benzene ring.